

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

TPC GROUP INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 22-10493 (CTG)

Jointly Administered

**AMENDED² NOTICE OF AGENDA FOR OMNIBUS HEARING
SCHEDULED FOR SEPTEMBER 13, 2022, AT 10:00 A.M. EASTERN TIME**

This hearing will be conducted entirely over Zoom and requires all participants to register in advance. Please register by September 12, 2022 at 4:00 p.m. Eastern Time.

COURTCALL WILL NOT BE USED FOR THIS HEARING.

Please use the following link to register for this hearing:

https://debuscourts.zoomgov.com/meeting/register/vJltdu6tpjsiGJaHaS_KmRiDDrBJsKGKHLk

After registering your appearance by Zoom, you will receive a confirmation email containing information about joining the hearing.

**YOU MUST USE YOUR FULL NAME WHEN LOGGING INTO ZOOM OR
YOU WILL NOT BE ALLOWED INTO THE MEETING.**

Topic: TPC Group, Inc.

Time: September 13, 2022 at 10:00 AM Eastern Time (US and Canada)

ADJOURNED MATTERS

1. Motion of Debtors for Interim and Final Orders (I) Authorizing Debtors to (A) Continue Their Existing Cash Management System, (B) Maintain Existing Business Forms, (C) Continue Intercompany Arrangements, (D) Continue Using P-Cards; and (E) Pay Bank

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: TPC Group Inc. (3618); TPC Holdings, Inc. (7380); TPC Group LLC (8313); Texas Butylene Chemical Corporation (7440); Texas Olefins Domestic International Sales Corporation (4241); TPC Phoenix Fuels LLC (9133); Port Neches Fuels, LLC (1641); and TP Capital Corp. (6248). Each Debtor's corporate headquarters and mailing address is 500 Dallas St., Suite 2000, Houston, Texas 77002.

² Amended items in **bold**.

Fees (II) Granting an Extension of Time to Comply With 11 U.S.C. § 345(b); and (III) Granting Related Relief [[D.I. 9](#) – filed June 1, 2022].

Objection Deadline: June 22, 2022, at 4:00 p.m. (ET).

Objections/Responses Received:

- i. Informal comments from the UCC.

Related Documents:

- i. Interim Order (I) Authorizing Debtors to (A) Continue Their Existing Cash Management System, (B) Maintain Existing Business Forms, (C) Continue Intercompany Arrangements, (D) Continue Using P-Cards; and (E) Pay Bank Fees (II) Granting an Extension of Time to Comply With 11 U.S.C. § 345(b); and (III) Granting Related Relief [[D.I. 122](#) – entered June 2, 2022]; and
- ii. Supplement to Motion of Debtors for Interim and Final Orders (I) Authorizing Debtors to (A) Continue Their Existing Cash Management System, (B) Maintain Existing Business Forms, (C) Continue Intercompany Arrangements, (D) Continue Using P-Cards; and (E) Pay Bank Fees (II) Granting an Extension of Time to Comply With 11 U.S.C. § 345(b); and (III) Granting Related Relief [[D.I. 222](#) – filed June 16, 2022].

Status: This matter is adjourned to the next omnibus hearing.

2. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a) and 366 and Fed. Bankr. P. 6003 and 6004 for Entry of Interim and Final Orders (I) Approving Debtors' Proposed Form of Adequate Assurance of Payment to Utility Companies, (II) Establishing Procedures for Resolving Objections by Utility Companies, (III) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Service, and (IV) Granting Related Relief [[D.I. 11](#) – filed June 1, 2022].

Objection Deadline: June 22, 2022, at 4:00 p.m. (ET); extended by agreement among the parties to June 27, 2022, at 12:00 p.m. (ET) for the Official Committee of Unsecured Creditors (the “UCC”) and the United States Trustee (the “U.S. Trustee”).

Objections/Responses Received:

- i. [WITHDRAWN] Objection of Cokinos Energy Corporation to Entry of a Final Order on Debtors' Motion Pursuant to 11 U.S.C. §§ 105(a) and 366 and Fed. Bankr. P. 6003 and 6004 for Entry of Interim and Final Orders (I) Approving Debtors' Proposed Form of Adequate Assurance of Payment to Utility Companies, (II) Establishing Procedures for Resolving Objections by Utility Companies, (III)

Prohibiting Utility Companies From Altering, Refusing, or Discontinuing Service, and (IV) Granting Related Relief [[D.I. 274](#) – filed June 22, 2022];

- ii. [WITHDRAWN] Objection of Symmetry Energy Solutions, LLC to the Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a) and 366 and Fed. Bankr. P. 6003 and 6004 for Entry of Interim and Final Orders (I) Approving Debtors’ Proposed Form of Adequate Assurance of Payment to Utility Companies, (II) Establishing Procedures for Resolving Objections by Utility Companies, (III) Prohibiting Utility Companies From Altering, Refusing, or Discontinuing Service, and (IV) Granting Related Relief [[D.I. 276](#) – filed June 22, 2022];
- iii. Objection by Clean Harbors Industrials Services to Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a) and 366 and Fed. Bankr. P. 6003 and 6004 for Entry of Interim and Final Orders (I) Approving Debtors’ Proposed Form of Adequate Assurance of Payment to Utility Companies, (II) Establishing Procedures for Resolving Objections by Utility Companies, (III) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Service, and (IV) Granting Related Relief [[D.I. 281](#) – filed June 22, 2022]; and
- iv. [WITHDRAWN] Kinder Morgan Texas Pipeline Company, LLC’s Objection to Debtors’ Designation of Kinder Morgan Texas Pipeline Company, LLC as a Utility [[D.I. 282](#) – filed June 23, 2022].

Related Documents:

- i. Interim Order (I) Approving Debtors' Proposed Form of Adequate Assurance of Payment to Utility Companies, (II) Establishing Procedures for Resolving Objections by Utility Companies, (III) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Service, and (IV) Granting Related Relief [[D.I. 119](#) – entered June 2, 2022].

Status: The Debtors have resolved the objections of Cokinos Energy Corporation, Kinder Morgan Texas Pipeline Company, LLC, and Symmetry Energy Solutions, LLC. The Debtors and Clean Harbors Industrial Services are close to an agreement resolving Clean Harbors Industrial Services’ objection. To allow additional time for the parties to reach a consensual resolution, this matter is adjourned to the next omnibus hearing.

- 3. Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 491](#)– filed July 22, 2022].

Objection Deadline: August 5, 2022 at 4:00 p.m. (ET); extended by agreement among the parties to August 10, 2022 at 4:00 p.m. (ET) for the U.S. Trustee, the UCC, Cerberus Capital Management, L.P. and Bayside Capital, Inc. (“Cerberus and Bayside”), and Mockingbird Credit Opportunities Company.

Objections/Responses Received:

- i. United States Trustee's Objection to Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 606](#) – filed August 9, 2022];
- ii. Objection of Cerberus Capital Management, L.P. and Bayside Capital, Inc. to Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 616](#) – filed August 10, 2022];
- iii. Objection and Reservation of Rights of the Official Committee Of Unsecured Creditors to Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 620](#) – filed August 10, 2022]; and
- iv. Objection and Reservation of Rights of Mockingbird Credit Opportunities Company to the Debtors' Backstop Motion [[D.I. 624](#) – filed August 10, 2022].

Related Documents:

- i. Declaration of Zul Jamal in Support of the Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 492](#) – filed July 22, 2022]; and
- ii. Notice of Filing of Revised Exhibit D to Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 493](#) – filed July 22, 2022].

Status: This matter is adjourned to a hearing yet to be determined.

4. Port Neches Plant Explosion Class Claimants' Omnibus Motion for (I) Approval and Ratification of Filing of Class Proofs of Claim and (II) Certification of Classes. [[D.I. 687](#) – filed August 30, 2022].

Objection Deadline: September 6, 2022 at 4:00 p.m. (ET), extended for the Debtors to September 29, 2022 at 4:00 p.m. (ET) by agreement among the parties.

Objections/Responses Received: None to date.

Related Documents:

- i. Memorandum of Points and Authorities in Support of Port Neches Plant Explosion Class Claimants' Omnibus Motion for Class Certification (I) Approval and Ratification of Filing of Class Proofs of Claim and (II) Certification of Classes [[D.I. 689](#) – filed August 30, 2022];
- ii. Appendix to Memorandum of Points and Authorities in Support of Port Neches Plant Explosion Class Claimants' Omnibus Motion for (I) Approval and Ratification of Filing of Class Proofs of Claim and (II) Certification of Classes [[D.I. 690](#) – filed August 30, 2022].

Status: This matter is adjourned to the omnibus hearing currently scheduled for October 13, 2022 at 11:00 a.m. (ET).

RESOLVED MATTERS

5. Debtors' Motion for Entry of an Order Approving Rejection of MTBE Sales Agreement and Settlement Agreement with Lukoil [[D.I. 658](#) – filed August 18, 2022].

Objection Deadline: September 1, 2022 at 4:00 p.m. (ET).

Objections/Responses Received:

- i. Response of LUKOIL Pan Americas, LLC to Motion for Order Approving Rejection of MTBE Sale Agreement and Settlement Agreement with LUKOIL [[D.I. 688](#) – filed August 30, 2022].

Related Documents:

- i. **Order Approving Rejection Of MTBE Sales Agreement And Settlement Agreement With LUKOIL** [[D.I. 753](#) – entered September 9, 2022].

Status: **On September 9, 2022, the Court entered an order under certification of counsel with respect to this matter. Accordingly, a hearing on this matter is no longer necessary.**

6. Debtors' Motion for Entry of an Order, Under 28 U.S.C. § 1452 and Fed. R. Bankr. P. 9006(b) and 9027, Extending the Period Within Which the Debtors May Remove Civil Actions and Granting Related Relief [[D.I. 681](#) – filed August 29, 2022].

Objection Deadline: September 6, 2022 at 4:00 p.m. (ET).

Objections/Responses Received: None.

Related Documents:

- i. Order Under 28 U.S.C. § 1452 and Fed. R. Bankr. P. 9006(b) and 9027, Extending the Period Within Which the Debtors May Remove Civil Actions and Granting Related Relief [[D.I. 740](#) – entered September 8, 2022].

Status: On September 8, 2022, the Court entered an order with respect to this matter. Accordingly, a hearing on this matter is no longer necessary.

7. Debtors' Motion for Entry of an Order Increasing the Applicable Cap Amount for Ordinary Course Professional Farley & Partners LLP [[D.I. 684](#) – filed August 29, 2022].

Objection Deadline: September 6, 2022 at 4:00 p.m. (ET).

Objections/Responses Received: None.

Related Documents:

- i. Order Increasing the Applicable Cap Amount for Ordinary Course Professional Farley & Partners LLP [[D.I. 738](#) – entered September 8, 2022.]

Status: On September 8, 2022, the Court entered an order with respect to this matter. Accordingly, a hearing on this matter is no longer necessary.

MATTERS GOING FORWARD

8. Debtors' Motion for Entry of an Order (I) Approving the Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Solicitation Materials and Procedures for Distribution Thereof, (IV) Approving Forms of Ballots and Establishing Procedures for Plan Voting, (V) Scheduling Hearing and Establishing Notice and Objection Procedures in Respect of Confirmation of Plan, and (VI) Granting Related Relief [[D.I. 490](#) – filed July 22, 2022].

Objection Deadline: August 5, 2022 at 4:00 p.m. (ET); extended by agreement among the parties to August 10, 2022, at 4:00 p.m. (ET) for the U.S. Trustee, the UCC, and Cerberus and Bayside, and to August 12, 2022, at 4:00 p.m. (ET) for Pension Benefit Guaranty Corporation.

Objections/Responses Received:

- i. The Texas Commission on Environmental Quality's and United States Environmental Protection Agency's Limited Objection to the Debtors' Motion for Entry of an Order (I) Approving Disclosure Statement (II) Fixing Voting Record Date, (III) Approving Solicitation Materials and Procedures for Distribution Thereof, (IV) Approving Forms of Ballots and Establishing Procedures for Plan Voting, (V) Scheduling Hearing and Establishing Notice and Objection Procedures in Respect of Confirmation of Plan, and (VI) Granting Related Relief (Relates to Dkt. Nos. 216, 217, & 490) [[D.I. 586](#) – filed August 5, 2022];
- ii. Limited Objection of Nalco Company LLC to the Disclosure Statement and Solicitation Procedures [[D.I. 587](#) – filed August 5, 2022];
- iii. United States Trustee's Objection to (A) Debtors' Motion for Entry of an Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Solicitation Materials and Procedures for Distribution Thereof, (IV) Approving Forms of Ballots and Establishing Procedures for Plan Voting, (V) Scheduling Hearing and Establishing Notice and Objection Procedures in Respect of Confirmation of Plan, and (VI) Granting Related Relief [[D.I. 605](#) – filed August 9, 2022];
- iv. Objection of the Official Committee of Unsecured Creditors to Debtors' Motion for Entry of an Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Solicitation Materials and Procedures for Distribution Thereof, (IV) Approving Forms of Ballots and Establishing Procedures for Plan Voting, (V) Scheduling Hearing and Establishing Notice and Objection Procedures in Respect of Confirmation of Plan, and (VI) Granting Related Relief ([D.I. 619](#) – filed August 10, 2022];
- v. TPC Group Litigation Plaintiffs' Joinder to the Objection of the Official Committee of Unsecured Creditors to Debtors' Motion for Entry of an Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Solicitation Materials and Procedures for Distribution Thereof, (IV) Approving Forms of Ballots and Establishing Procedures for Plan Voting, (V) Scheduling Hearing and Establishing Notice and Objection Procedures in Respect of Confirmation of Plan, and (VI) Granting Related Relief [[D.I. 621](#) – filed August 10, 2022];
- vi. Objection of Cerberus Capital Management, L.P. and Bayside Capital, Inc. to Motion of Debtors for Order (I) Authorizing Entry into Backstop Agreements, (II) Approving Obligations Thereunder, (III) Approving Rights Offering Procedures and Related Forms, (IV) Authorizing Debtors to Conduct the Rights Offering Transactions, and (V) Granting Related Relief [[D.I. 616](#) – filed August 10, 2022]; and

- vii. Notice of Filing of Proposed Letter from the Official Committee of Unsecured Creditors Regarding Joint Chapter 11 Plan of TPC Group Inc. and its Debtor Affiliates [[D.I. 721](#) – filed September 2, 2022].

Related Documents:

- i. Joint Chapter 11 Plan of TPC Group Inc. and its Debtor Affiliates [[D.I. 216](#) – filed June 16, 2022];
- ii. Disclosure Statement for Joint Chapter 11 Plan of TPC Group Inc. and its Debtor Affiliates [[D.I. 217](#) – filed June 16, 2022];
- iii. Notice of Disclosure Statement Hearing [[D.I. 396](#) – filed July 8, 2022];
- iv. Notice of Filing of Exhibit D to Disclosure Statement for Joint Chapter 11 Plan of TPC Group Inc. and its Debtor Affiliates [[D.I. 692](#) – filed August 30, 2022];
- v. Notice of Filing of Exhibit E and Exhibit F to Disclosure Statement for Joint Chapter 11 Plan of TPC Group Inc. and its Debtor Affiliates [[D.I. 695](#) – filed August 31, 2022];
- vi. Notice of Filing of Amended Joint Chapter 11 Plan of TPC Group Inc. and its Debtor Affiliates [[D.I. 707](#) – filed September 1, 2022];
- vii. Notice of Filing of Disclosure Statement for Amended Joint Chapter 11 Plan of TPC Group Inc. and its Debtor Affiliates [[D.I. 708](#) – filed September 1, 2022];
- viii. Motion of the Debtors for Leave to File Late Reply in Support of Debtors’ Motion for Entry of an Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Solicitation Materials and Procedures for Distribution Thereof, (IV) Approving Forms of Ballots and Establishing Procedures for Plan Voting, (V) Scheduling Hearing and Establishing Notice and Objection Procedures in Respect of Confirmation of Plan, and (V) Granting Related Relief [[D.I. 710](#) – filed September 1, 2022];
- ix. Debtors’ Omnibus Reply in Support of Debtors’ Motion for Entry of an Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Solicitation Materials and Procedures for Distribution Thereof, (IV) Approving Forms of Ballots and Establishing Procedures for Plan Voting, (V) Scheduling Hearing and Establishing Notice and Objection Procedures in Respect of Confirmation of Plan, and (V) Granting Related Relief [[D.I. 710-1](#) – filed September 1, 2022]; and
- x. Notice of Filing of Revised Proposed Order (I) Approving Disclosure Statement, (II) Fixing Voting Record Date, (III) Approving Solicitation Materials and Procedures for Distribution Thereof, (IV) Approving Forms of Ballots and

Establishing Procedures for Plan Voting, (V) Scheduling Hearing and Establishing Notice and Objection Procedures in Respect of Confirmation of Plan, and (V) Granting Related Relief [[D.I. 714](#) – filed September 2, 2022].

Status: This matter is going forward as a status conference only. The substantive hearing on this matter is adjourned to a date to be determined.

Dated: September 12, 2022
Wilmington, Delaware

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